

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

YVES SAINT LAURENT PARFUMS S.A. and YSL
BEAUTÉ INC.,

Plaintiffs,

- against -

COSTCO WHOLESALE CORPORATION,
QUALITY KING DISTRIBUTORS, INC., and
J & H COSMETICS LTD.,

Defendant.

ECF CASE

07 Civ. 3214 (LBS) (HBP)

THIRD DECLARATION OF JAMES W. DABNEY

1. My name is James W. Dabney. I am a member of the bar of this Court and of the firm Fried, Frank, Harris, Shriver & Jacobson LLP, counsel for defendant Costco Wholesale Corporation (“Costco”) in this action. I have personal knowledge of the matters stated in this declaration.

2. Annexed hereto as Exhibit 1 are excerpts from Plaintiffs' Third Request for Production of Documents and Things dated November 13, 2007.

3. Annexed hereto as Exhibit 2 are excerpts from Costco's Responses and Objections to Plaintiffs' Third Request for Production of Documents and Things dated December 14, 2007.

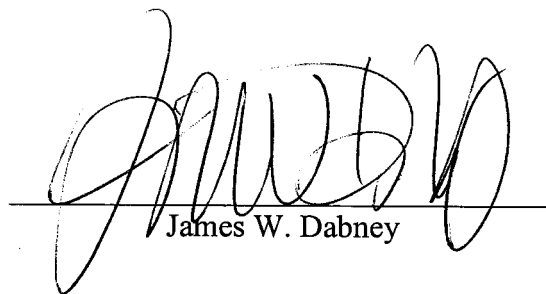
4. Annexed hereto as Exhibit 3 is a letter dated December 28, 2007, from counsel for the plaintiffs to counsel for Costco.

5. Annexed hereto as Exhibit 4 is a true copy of a letter dated January 3, 2008, from counsel for Costco to counsel for the plaintiffs.

6. Annexed hereto as Exhibit 5 are excerpts from a transcript of proceedings held in this action on January 7, 2008.

I, JAMES W. DABNEY, hereby declare under penalty of perjury that the foregoing is true and correct.

Dated: January 25, 2008



James W. Dabney

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